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THE STATE OF TEXAS *

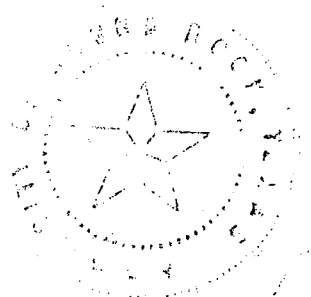
COUNTY OF WILLIAMSON *

CITY OF ROUND ROCK *

I, JOANNE LAND, Assistant City Manager/City Secretary of the City of Round Rock, Texas, do hereby certify that the above and foregoing is a true and correct copy of an ordinance passed and adopted by the City Council of the City of Round Rock, Texas, at a meeting held on the 28th day of September, 1995 which is recorded in the minutes of the City of Round Rock in Book 34.

CERTIFIED by my hand and seal of the City of Round Rock, Texas on this 15th day of November 1995.


JOANNE LAND,
Assistant City Manager/
City Secretary



ORDINANCE NO. Z-95-09-28-9D

AN ORDINANCE AMENDING THE OFFICIAL ZONING MAP OF THE CITY OF ROUND ROCK, TEXAS ADOPTED IN SECTION 11.305(2), CODE OF ORDINANCES (1995 EDITION), CITY OF ROUND ROCK, TEXAS, AND MAKING THIS AMENDMENT A PART OF THE SAID OFFICIAL ZONING MAP, TO WIT: TO ZONE 106.5140 ACRES OF LAND OUT OF THE C. E. ROWE SURVEY, ABSTRACT 871, THE ASA THOMAS SURVEY, ABSTRACT 609 AND THE WILLIAM BARKER SURVEY, ABSTRACT 107, IN ROUND ROCK, WILLIAMSON COUNTY, TEXAS PLANNED UNIT DEVELOPMENT (PUD) DISTRICT NO. 22.

WHEREAS, an application has been made to the City Council of the City of Round Rock, Texas to amend the Official Zoning Map to zone the property described in Exhibit "A" as District Planned Unit Development (PUD) No. 22, said exhibit being attached hereto and incorporated herein, and

WHEREAS, the City Council has submitted the requested change in the Official Zoning Map to the Planning and Zoning Commission for its recommendation and report, and

WHEREAS, the Planning and Zoning Commission held a public hearing concerning the requested change on the 6th day of September, 1995, following lawful publication of the notice of said public hearing, and

WHEREAS, after considering the public testimony received at such hearing, the Planning and Zoning Commission has recommended that the Official Zoning Map be amended so that the zoning classification of the property described in Exhibit "A" be changed to District PUD No. 22, and

WHEREAS, on the 14th day of September, 1995, after proper notification, the City Council held a public hearing on the requested amendment, and

WHEREAS, the City Council determines that the zoning provided for herein promotes the health, safety, morals and protects and preserves the general welfare of the community, and

WHEREAS, each and every requirement set forth in Chapter 211, Sub-Chapter A., Texas Local Government Code, and Section 11.300, Code of Ordinances (1995 Edition), City of Round Rock, Texas concerning public notices, hearings, and other procedural matters has been fully complied with, Now Therefore

BE IT ORDAINED BY THE COUNCIL OF THE CITY OF ROUND ROCK, TEXAS, THAT:

I.

That the City Council has hereby determined the Planned Unit Development (PUD) No. 22 meets the following goals and objectives:

- (1) The development in PUD No. 22 is equal to or superior to development that would occur under the standard ordinance requirements.
- (2) P.U.D. No. 22 is in harmony with the general purposes, goals, objectives and standards of the General Plan.
- (3) P.U.D. No. 22 does not have an undue adverse effect upon adjacent property, the character of the neighborhood, traffic conditions, parking, utilities or any other matters affecting the public health, safety and general welfare.
- (4) P.U.D. No. 22 will be adequately provisioned by essential public facilities and services including streets, parking, drainage, water, wastewater facilities, and other necessary utilities.
- (5) P.U.D. No. 22 will be constructed, arranged and maintained so as not to dominate, by scale and massing of structures, the immediate neighboring properties or

interfere with their development or use in accordance with any existing zoning district.

II.

That the Official Zoning Map adopted in Section 11.305(2), Code of Ordinances (1995 Edition), City of Round Rock, Texas is hereby amended so that the zoning classification of the property described in Exhibit "A", attached hereto and incorporated herein shall be, and is heresfter designated as District Planned Unit Development (PUD) No. 22, and that the Mayor is hereby authorized and directed to enter into the Agreement and Development Plan for PUD No. 22 attached hereto as Exhibit "B", which agreement shall govern the development and use of said property.

III.

A. All ordinances, parts of ordinances, or resolutions in conflict herewith are expressly repealed.

B. The invalidity of any section or provision of this ordinance shall not invalidate other sections or provisions thereof.

Alternative 1.

By motion duly made, seconded and passed with an affirmative vote of all the Council members present, the requirement for reading this ordinance on two separate days was dispensed with.

READ, PASSED, and ADOPTED on first reading this 28th day of September, 1995.

Alternative 2.

READ and APPROVED on first reading this the _____ day of

_____, 1995.

READ, APPROVED and ADOPTED on second reading this the

_____ day of _____, 1995.



CHARLES CULPEPPER, Mayor
City of Round Rock, Texas

ATTEST:


JOANNE LAND, City Secretary

THE STATE OF TEXAS
COUNTY OF WILLIAMSON

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AGREEMENT AND
DEVELOPMENT PLAN
FOR REMMINGTON
PUD NO. 22

THIS AGREEMENT and Development Plan is made and entered by and between the City of Round Rock, Texas, a Texas municipal corporation, having its offices at 221 East Main Street, Round Rock, Texas 78664 (hereinafter referred to as the "City"), and ALBORZ CORPORATION and AUSTIN CUSTOM HOME BUILDERS JOINT VENTURE, their respective successors and assigns, having its offices at 4210 Spicewood Springs Road, Suite 209, Austin, Texas 78759 (hereinafter referred to as the "Owner").

WHEREAS, the Owner has submitted a request to the City to zone 106.514 acres of land, more or less, as a Planned Unit Development ("PUD"), said acreage being more particularly described by metes and bounds in Exhibit "A" attached hereto and made a part hereof (hereinafter referred to as the "Property"), and

WHEREAS, on September 6, 1995, the Planning and Zoning Commission recommended approval of the Owner's application for a PUD, and

WHEREAS, pursuant to Chapter 11, Section 11.316(8), Code of Ordinances (1995 Edition), City of Round Rock, Texas, the Owner has submitted a Development Plan, attached hereto and incorporated herein as a part of this Agreement, said Development Plan stating in detail all development conditions and requirements within the PUD,

NOW THEREFORE BY THIS AGREEMENT WITNESSETH that, in consideration of the covenants and conditions set forth herein, the City and the Owner agree as follows:

I.

GENERAL PROVISIONS

1. CONFORMITY TO DEVELOPMENT PLAN

That all uses and development within the Property shall conform to the Development Plan included in Section II herein.

2. CHANGES AND MODIFICATIONS

That no changes or modifications will be made to this Agreement unless all provisions pertaining to changes or modifications as stated in Section II.15 below are followed.

3. ZONING VIOLATION

That the Owner understands that any person, firm, corporation or other entity violating any conditions or terms of the Development Plan shall be subject to any and all penalties for the violation of any zoning ordinance as stated in Section 1.601, Code of Ordinances, (1995 Edition), City of Round Rock, Texas, as amended.

4. LIENHOLDER CONSENT

That the lienholder of record has consented to this Agreement and Development Plan, including any and all dedications to the public. A lienholder consent is attached hereto and incorporated herein as Exhibit "B".

5. MISCELLANEOUS PROVISIONS

5.1 Assignment.

Neither party may assign its rights and obligations pertaining to Living Unit equivalents, water usage and land use under this Agreement without having first obtained the prior written consent of the other which consent shall not be unreasonably withheld. This section does not prevent the Owner from conveying the property together with all development rights and obligations contained in this Agreement and Development Plan.

5.2 Necessary Documents and Actions.

Each party agrees to execute and deliver all such other and further instruments and undertake such actions as are or may become necessary or convenient to effectuate the purposes and intent of this Agreement.

5.3 Severability.

In case any one or more provisions contained herein are deemed invalid, illegal or unenforceable in any respect, such invalidity, illegality or unenforceability shall not affect any other provision hereof and in such event, this Agreement shall be construed as if such invalid, illegal or unenforceable provision had never been contained herein.

5.4 Entire Agreement.

This Agreement constitutes the entire agreement of the parties and supersedes any prior or contemporaneous oral or written understandings or representations of the parties respecting the subject matter hereof.

5.5 Applicable Law.

This Agreement shall be construed under and in accordance with the laws of the State of Texas.

5.6 Venue.

All obligations of the parties created hereunder are performable in Williamson County, Texas and venue for any action arising hereunder shall be in Williamson County.

5.7 No Third Party Beneficiaries.

Nothing in this Agreement, express or implied, is intended to confer upon any person or entity, other than the parties hereto, any rights, benefits, or remedies under or by reason of this Agreement.

5.8 Duplicate Originals.

This Agreement may be executed in duplicate originals each of equal dignity.

5.9 Notices.

Until changed by written notice thereof any notice required under this Agreement may be given to the respective parties by certified mail, postage prepaid or by hand-delivery to the address of the other party shown below:

OWNER

Alborz Corporation
4210 Spicewood Springs Road
Suite 209
Austin, Texas 78759
Attn: Mike Hassibi

ROUND ROCK

City of Round Rock, Texas
221 East Main Street
Round Rock, Texas 78664
Attn: Director of Planning

5.10 Effective Date.

This Agreement shall be effective from and after the date of due execution hereof by all parties.

II.

DEVELOPMENT PLAN

1. DEFINITIONS

Words and terms used herein shall have their usual force and meaning, or as defined in the Code of Ordinances (1990

Edition), City of Round Rock, Texas, hereinafter referred to as "the Code".

2. PROPERTY

This Development Plan ("Plan") covers 106.514 acres of land, located within the city limits of Round Rock, Texas, and more particularly described by metes and bounds in Exhibit "A", attached hereto and incorporated herein.

3. PURPOSE

The purpose of this Plan is to insure a Planned Unit Development ("PUD") that 1) is equal to or superior to development that would occur under the standard ordinance requirements, 2) is in harmony with the General Plan, 3) does not have an undue adverse affect upon adjacent property, the character of the neighborhood, traffic conditions, parking, utilities or any other matters affecting the public health, safety and welfare, 4) is adequately provisioned by essential public facilities and services, and 5) will be developed and maintained so as to not dominate, by scale and massing of structures, the immediate neighboring properties or interfere with their development or use in accordance with any existing zoning district.

4. APPLICABILITY OF CITY ORDINANCES

4.1 Zoning and Subdivision Ordinances

The Property shall be regulated for purposes of zoning and subdivision by this Plan. All aspects not specifically covered by this Plan shall be regulated by applicable sections in the Code.

4.2 Other Ordinances

All other Ordinances within the Code shall apply to the Property, except where clearly modified by this Plan.

5. PERMITTED USES

The property listed below shall be used and developed as follows and shall conform to all requirements as set forth in this Agreement and Plan and, if not set forth herein, by applicable sections in the Code:

5.1 Parcel One

The permitted uses of Parcel One, more particularly described in Exhibit "C", attached hereto and incorporated herein, shall be either as (SF-2) Single Family Residential, except as modified in Exhibit "D", attached hereto and incorporated herein, or as (I-2) Industrial Park, except as modified in Exhibit "E", attached hereto and incorporated herein, but not both.

5.2 Parcel Two

The permitted use for Parcel Two, more particularly described in Exhibit "C", shall be as (I-2) Industrial Park, except as modified in Exhibit "E".

5.3 Parcel Three

The permitted use for Parcel Three, more particularly described in Exhibit "C", shall be as (I-2) Industrial Park, except as modified in Exhibit "E", or as C-1 (General Commercial), but not both.

5.4 Parcel Four

The permitted use for Parcel Four, more particularly described in Exhibit "C", shall be as (I-2) Industrial Park, except as modified in Exhibit "E", or as C-1 (General Commercial), but not both.

5.5 Parcel Five

The permitted use for Parcel Five, more particularly described in Exhibit "C", shall be as (I-2) Industrial Park, except as modified in Exhibit "E", or as C-1 (General Commercial), but not both.

5.6 Parcel Six

The permitted use for Parcel Six, more particularly described in Exhibit "C", shall be as C-1 (General Commercial).

5.7 Parcel Seven

The permitted use for Parcel Seven, more particularly described in Exhibit "C", shall be as C-1 (General Commercial).

6. LOT SIZES

The minimum lot size for Parcel One shall be as modified in Exhibits "D" and "E", attached hereto, as applicable to each parcel and its designated use.

7. BUILDINGS

Building size, dimension, height, and setbacks for all parcels shall be as modified in Exhibits "D" and "E", attached hereto, as applicable to each parcel and its designated use.

8. LANDSCAPING and BUFFERING

Landscaping and buffering shall be as modified in Exhibits "D" and "E", attached hereto, as applicable to each parcel and its designated use.

9. SIDEWALKS

9.1 Conformance to Code

All sidewalks shall be constructed pursuant to Section 8.604 of the Code, except sidewalks shall not be required along Louis Henna Boulevard or Schultz Lane.

9.2 Access to Louis Henna Blvd.

Approved driveway access to Louis Henna Boulevard from Parcels Three and Four as shown in Exhibit "C" shall be provided by private access easement across Parcels Six and Seven

10. UTILITIES

10.1 Public Improvement District

The Property is included within the Southeast Public Improvement District, which was created to construct a 16 inch waterline loop connecting an existing 16 inch waterline in Louis Henna Boulevard to a 16 inch waterline in High Country Boulevard. The City of Round Rock shall make its best efforts to design and commence construction of the 16 inch waterline within thirty (30) days after final adoption of the Southeast Public Improvement District.

10.2 Water and Wastewater Line Capacity

The creation of the Southeast Public Improvement District will accommodate approximately 550 Living Unit Equivalents (LUE's) within the PUD. Living Unit Equivalents shall be calculated as follows:

Single family residence: 1.0 LUE

Apartment of Condominium unit: 0.5 LUE

Business park: 2.4 LUE/acre

Commercial: 2.4 LUE/acre

10.3 Public Utility Easement

The Owner shall grant a fifteen (15) foot public utility easement along with an additional thirty-five (35) foot temporary easement, along the northern boundary of Parcels 6 and 7 in Exhibit "C", attached hereto and incorporated herein.

11. AMENITY AREAS FOR PARCEL ONE, IF SINGLE FAMILY RESIDENTIAL

11.1 Parkland Dedication

The parkland dedication requirement as stated in Section 8.615 of the Code shall be satisfied with the payment to the City of Round Rock of the sum of One Hundred Twenty-four (\$124.00) Dollars per residential dwelling, said payment to be due on or before plat recordation.

11.2 Private Amenities

Private amenity areas may be developed, owned and maintained by the Owner or a Property Owner's Association and such amenities other than swimming pools and buildings may be located within the 100 year flood plain, provided said construction is approved by the Director of Public Works.

12. RIGHT OF FIRST REFUSAL

As a condition of this Agreement, the Owner agrees to grant to Williamson County a right of first refusal for a period of five (5) years from the date of this Agreement to acquire additional right of way along Louis Henna Boulevard, as more particularly described in Parcels 6 and 7 in Exhibit "C".

13. CONSTRUCTION - UTILITIES

Except where approved in writing by the Director of Public Works, all electrical, telephone and cablevision distribution and service lines, other than overhead lines three-phase or larger, shall be placed underground.

14. CHANGES TO AGREEMENT AND DEVELOPMENT PLAN

14.1 Minor Changes

Minor changes to this Agreement or Plan required by engineering or other circumstances which do not substantially change this Plan may be approved by the Director of Planning and Director of Public Works.

14.2 Major Changes

Major changes shall be resubmitted following the same procedure required in the original PUD application.

14.3 Changes in Writing

Neither this Agreement or Plan nor any provision hereof may be waived, modified, amended, discharged, or terminated except by an instrument in writing signed by the City and the current Owner.

15. PROPERTY OWNER'S ASSOCIATION

15.1 Review and Approval Before Recordation of Final Plat

A Property Owner's Association shall be established at time of final platting of any small lot Single Family property located within the PUD. The Association's creation documents, including covenants and deed restrictions or amendments thereto, shall be submitted for review and approval to the Director of Planning and Community Development and the City Attorney at the final plat stage. These documents shall be recorded with the final plat and shall contain all of the items listed in Exhibit "F", attached hereto and incorporated herein, to insure incorporation of the items listed in Exhibit "F".

15.2 Responsibilities of Association

In addition to other responsibilities imposed on the association in this Plan, the association shall be responsible for maintaining all landscaping, irrigation systems, greenbelts and amenity areas within the PUD not dedicated to the City.

15.3 Enforcement of Deed Restrictions

The Property Owner's Association shall be the entity responsible for enforcing the deed restrictions. Although the City reserves the right to review, approve and enforce the deed restrictions as well as any amendments or modifications to the deed restrictions, it is not the intent of the City to assume responsibilities normally reserved to a Property Owner's Association.

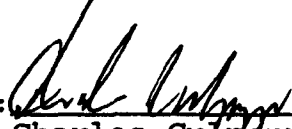
16. GENERAL PLAN AMENDED

The Round Rock General Plan 1990 is hereby amended to reflect the provisions of this agreement.

17. BINDING EFFECT


This Agreement and Plan binds and is to the benefit of the respective heirs, successors and assigns of the Owner.

CITY OF ROUND ROCK

By: 
Charles Culpepper, Mayor

Date: 9-28-95

ALBORZ CORPORATION

By: 
MIKE HASSIBI, President

AUSTIN CUSTOM HOME BUILDERS

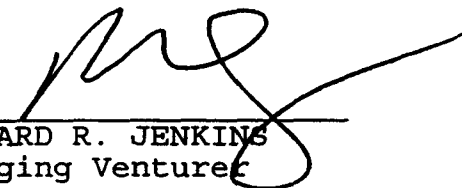
BY: 
RICHARD R. JENKINS
Managing Venturec

EXHIBIT "A"

DESCRIPTION OF 106.514 ACRES, MORE OR LESS, OF LAND AREA, IN THE C.E. ROWE SURVEY, ABSTRACT NO. 871, THE ASA THOMAS SURVEY, ABSTRACT NO. 609, AND THE WILLIAM BARKER SURVEY ABSTRACT NO. 107, IN WILLIAMSON COUNTY, TEXAS, 105.307 ACRES, MORE OR LESS, OF LAND AREA, BEING A PORTION OF THE 110.09 ACRE TRACT OF LAND CONVEYED IN A DEED DATED AUGUST 9, 1993 FROM BUILDERS MORTGAGE CORP. TO BCW JOINT VENTURE, AS RECORDED IN VOLUME 2371, PAGE 190 OF THE WILLIAMSON COUNTY DEED RECORDS, AND 1.207 ACRES, MORE OR LESS, OF LAND AREA BEING A PORTION OF THAT 4.218 ACRES TRACT OF LAND DEDICATED FOR ROAD RIGHT-OF-WAY IN VOLUME 1526, PAGE 13 OF THE WILLIAMSON COUNTY DEED RECORDS, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at an iron rod found at the intersection of the the north line of County Road No. 169, and the west line of a 100 foot wide abandoned M.K.T. Railroad Right-of-way, for the southeast corner of a 12.077 acre portion of the aforereferenced BCW Joint Venture Tract, same being the southeast corner of the herein described tract of land;

THENCE leaving the PLACE OF BEGINNING and the aforereferenced abandoned M.K.T. Railroad Right-of-way, with the common line of County Road No. 169 and the 12.077 acre BCW Joint Venture Tract, N 60°48'15" W 1261.86 feet to an iron rod found at the intersection of the north line of County Road No. 169 and the east line of Schultz Lane, for the southwest corner of the 12.077 acre BCW Joint Venture Tract, same being the southeast corner of that 0.704 acre Parcel II, described in that Partial Release of Lien recorded in Volume 1591, Page 192 of the Official Records of Williamson County, Texas, and being the easterly southwest corner of the herein described tract of land;

THENCE leaving County Road No. 169, with the common line of the Schultz Lane, said Parcel II, and the 12.077 acre BCW Joint Venture Tract, the following two (2) courses:

1. N 29°17'00" E 162.98 feet to an iron rod found at the beginning of a left breaking curve; and
- with said left breaking curve having a radius length of 626.88 feet, an arc length of 260.98 feet, and a chord which bears N 17°22'00" E 259.10 feet to an iron rod found;

THENCE leaving the 12.077 acre BCW Joint Venture Tract, and crossing County Road No. 170, also known as Louis Henna Boulevard, with a northerly extension of the east line of Schultz Land, N 25°26'15" E 125.03 feet to the south line of a 93.230 acre portion of the BCW Joint Venture Tract, same being the north line of County Road No. 170, for an interior corner of the herein described tract land;

THENCE with the common line of County Road No. 170 and said 93.230 acre portion of the BCW Joint Venture Tract, the following two (2) courses:

1. N 84°33'45" W 1438.77 feet to an iron rod set; and
2. N 62°49'30" W 162.33 feet to an iron rod found at the intersection of the north line of County Road No. 170 and the east line of the Meister Lane, for the southwest corner of the 93.230 acre BCW Joint Venture Tract, same being the westerly southwest corner of the herein described tract of land;

THENCE leaving County Road No. 170, with the common line of Meister Lane and the 93.230 acre BCW Joint Venture Tract, the following seven (7) courses:

1. with a left breaking curve having a radius length of 2070.00 feet, an arc length of 185.28 feet, and a chord which bears N 03°17'15" E 185.22 feet to an iron rod found;
2. N 00°20'00" E 538.40 feet to an iron rod found at the beginning of a left breaking curve; and
3. with said left breaking curve having a radius length of 2035.00 feet, an arc length of 55.47 feet, and a chord which bears N 00°21'00" W 55.47 feet to an iron rod found;

4. N 01°13'15" W 1242.05 feet to an iron rod found at the beginning of a right breaking curve;
5. with said right breaking curve having a radius length of 1965.00 feet, an arc length of 53.39 feet, and a chord which bears N 00° 27'15" W 53.39 feet to an iron rod found;
6. N 00°17'00" E 449.59 feet to an iron rod found; and
7. N 29°20'45" E 79.90 feet to an iron rod found at the intersection of the east line of Meister Lane and the south line of Gattis School Road, for the northwest corner of the 93.230 acre BCW Joint Venture Tract, same being the northwest corner of the herein described tract of land;

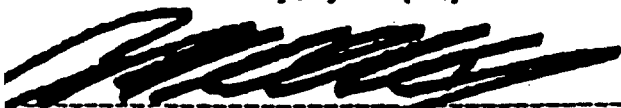
THENCE leaving Meister Lane, with the common line of said Gattis School Road, and the 93.230 acre BCW Joint Venture Tract, the following three (3) courses:

1. N 89°54'30" E 337.27 feet to an iron rod found;
2. N 87°37'30" E 402.10 feet to an iron rod found; and
3. N 85°18'30" E 142.42 feet to an iron rod found at the intersection of the south line of Gattis School Road, and the west line of the aforementioned abandoned M.K.T. Railroad Right-of-way, for the northeast corner of the 93.230 acre BCW Joint Venture Tract, same being the northeast corner of the herein described tract of land;

THENCE leaving Gattis School Road, with the common line of the M.K.T. Railroad Right-of-way and the 93.230 acre BCW Joint Venture Tract, S 21°59'45" E 3105.79 feet to an iron rod set at the intersection of the west line of the M.K.T. Railroad Right-of-way and the north line of County Road No. 170, for the southeast corner of the 93.230 acre BCW Joint Venture Tract;

THENCE leaving the 93.230 acre BCW Joint Venture Tract, and crossing County Road No. 170 with the west line of the M.K.T. Railroad Right-of-way, S 21°59'45" E 112.67 feet to an iron rod set at the intersection of the west line of the M.K.T. Railroad Right-of-way and the south line of County Road No. 170, for the northeast corner of the aforementioned 12.077 acre BCW Joint Venture Tract;

THENCE leaving County Road No. 170, with the common line of the M.K.T. Railroad Right-of-way and the 12.077 acre BCW Joint Venture Tract, S 21°59'45" E 1054.56 feet to the PLACE OF BEGINNING. There are contained within these metes and bounds, 106.514 acres, more or less, of land area, as described from record information and measurements made on the ground on during January, February, May, and June, 1994 by McMinn Land Surveying Company of Austin, Texas.


 C. Michael McMinn, Jr., R.P.L.S. No. 4267
 McMinn Land Surveying Company
 4210 Spicewood Springs Road, Suite 201
 Austin, Texas 78759
 (512) 343-1970

DATE : September 6, 1994
 SURVEY : C.E. ROWE SURVEY, ABSTRACT NO. 871,
 ASA THOMAS SURVEY, ABSTRACT NO. 609,
 WILLIAM BARKER SURVEY ABSTRACT NO. 107.
 COUNTY : Williamson, Texas.
 J. O. : 012294
 LNDXEN

106.514 acres

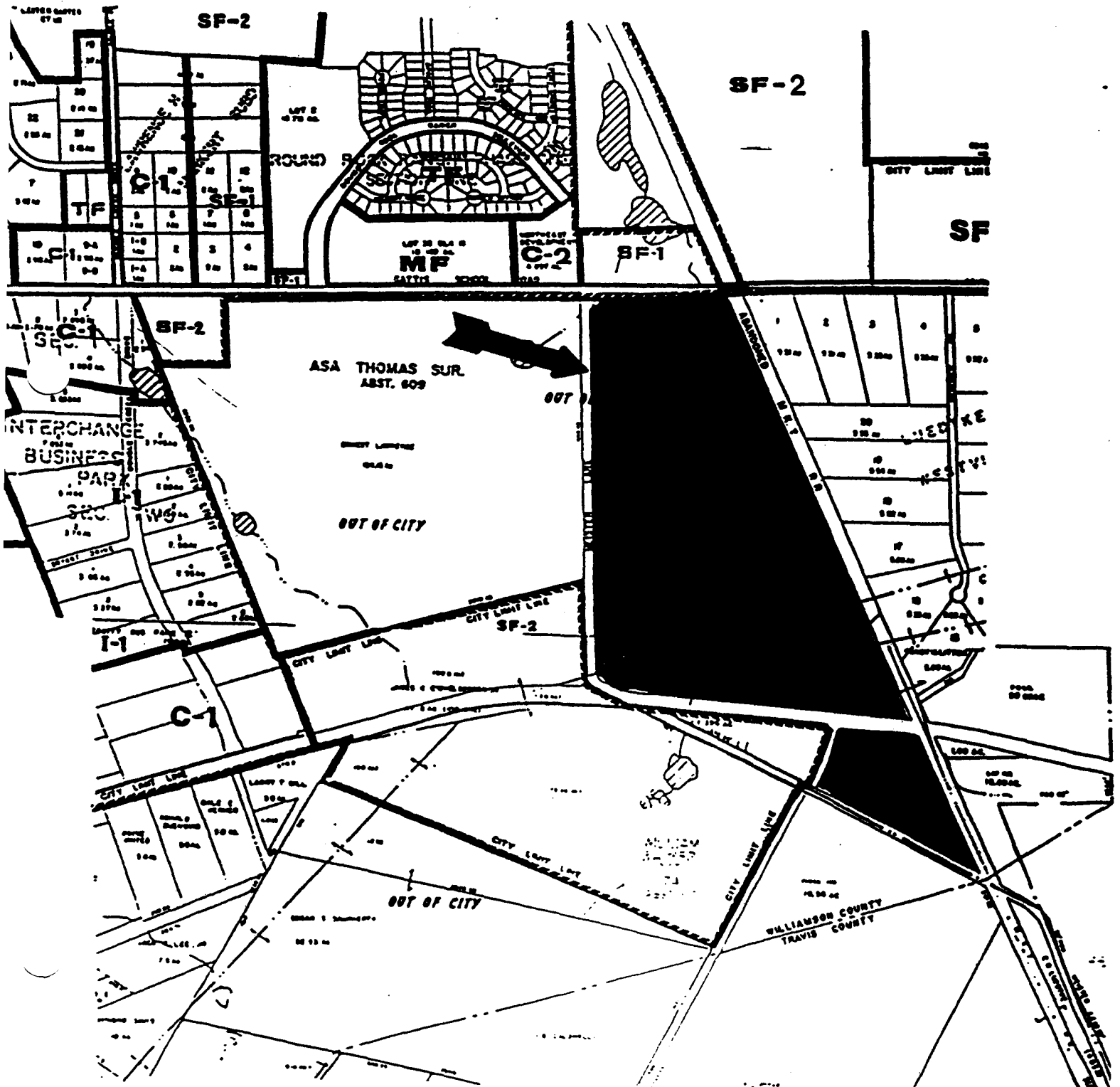


EXHIBIT B

STATE OF TEXAS
COUNTY OF WILLIAMSON

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That _____ Organized and existing under the laws of the State of Texas, acting herein by and through its _____ Being the holder of a lien by way of _____ Recorded in Volume _____, Page _____, of the Official Records of Williamson County, Texas does hereby consent to the Agreement and Development Plan of _____ Acres of land situated in the City of Round Rock, Williamson County, Texas, and does further hereby join, approve, and consent to all provisions shown herein.

(Name of Lienholder)

By: _____

_____, its _____

(Typed Name)

THE STATE OF TEXAS
COUNTY OF WILLIAMSON

§
§

This instrument was acknowledged before me on the _____ day of _____, 199____,
by _____, _____, of _____, on behalf of said
_____.

Notary Public, State of Texas

Printed Name: _____

My commission expires: _____

EXHIBIT B

STATE OF TEXAS
COUNTY OF WILLIAMSON

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That I, _____, the outright owner of the certain tract of land recorded in Volume _____, Page _____, of the Official Records of Williamson County, Texas do hereby state there are no lien holders of the certain tract of land.

Owner

STATE OF TEXAS
COUNTY OF WILLIAMSON

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This instrument was acknowledged before me on the _____ day of _____, 199____,
by _____, _____, of _____, on behalf of said
_____.

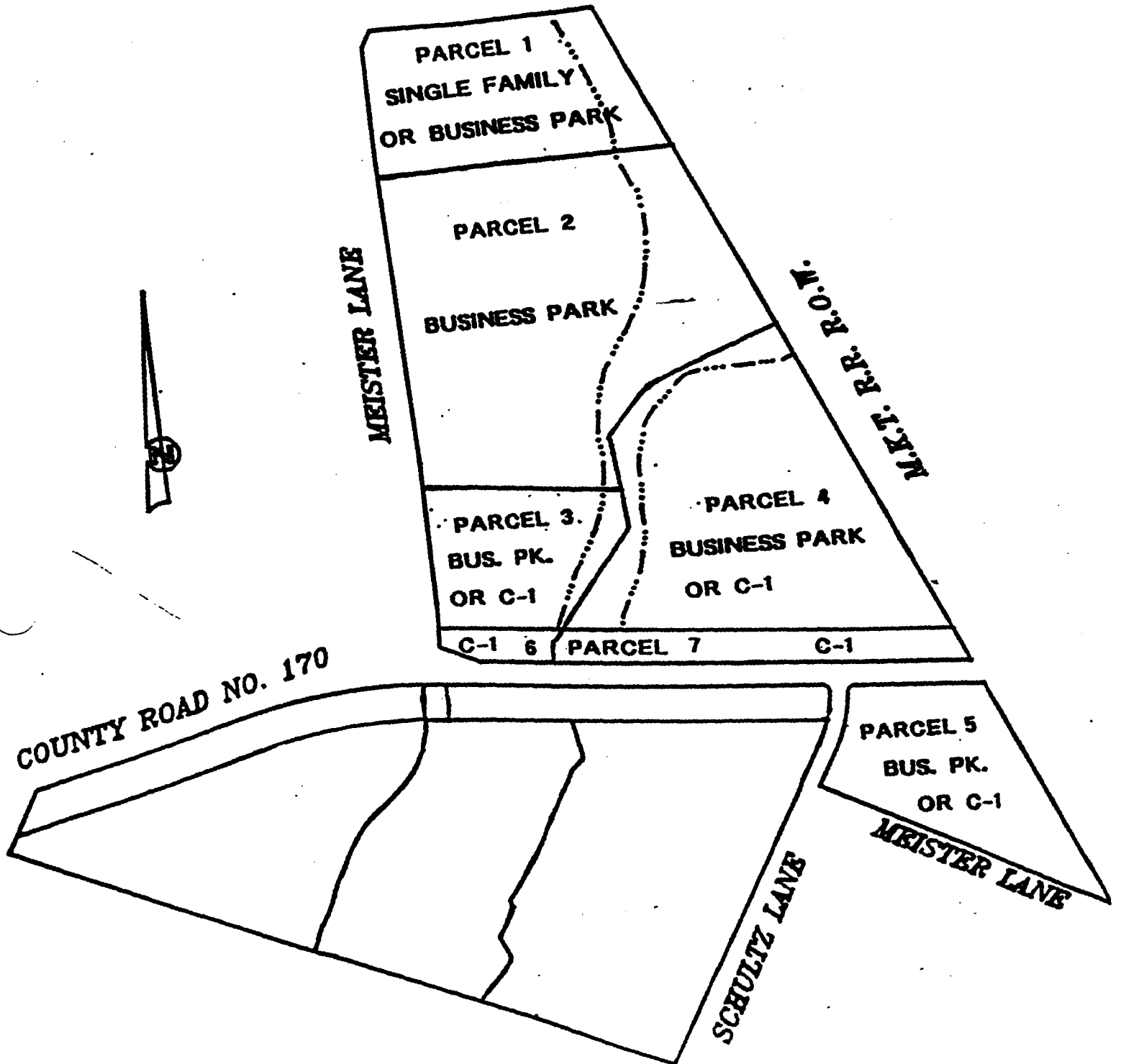
Notary Public, State of Texas

Printed Name: _____

My commission expires: _____

EXHIBIT C

GATTIS SCHOOL ROAD



ZONING TRACT NO. 1

DESCRIPTION OF 14.419 ACRES, MORE OR LESS, OF LAND AREA, IN THE ASA THOMAS SURVEY, ABSTRACT NO. 609, IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THAT 110.09 ACRE TRACT OF LAND CONVEYED IN A DEED DATED AUGUST 9, 1993 FROM BUILDERS MORTGAGE CORP. TO BCW JOINT VENTURE, AS RECORDED IN VOLUME 2371, PAGE 190 OF THE WILLIAMSON COUNTY DEED RECORDS, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

COMMENCING at an iron rod set at the intersection of the the north line of County Road No. 170 also known as Louis Henna Boulevard, and the west line of a 100 foot wide abandoned M.K.T. Railroad Right-of-way, for the southeast corner of a portion of the BCW Joint Venture Tract;

THENCE leaving the PLACE OF COMMENCEMENT and the aforereferenced abandoned M.K.T. Railroad Right-of-way, with the common line of County Road No. 170 and the BCW Joint Venture Tract, the following two (2) courses:

- 1. N 84°33'45"W 1936.48 feet to an iron rod set; and**
- 2. N 62°49'30"W 162.33 feet to an iron rod found at the intersection of the north line of County Road No. 170 and the east line of the Meister Lane, for the southwest corner of the 93.230 acre BCW Joint Venture Tract;**

THENCE leaving County Road No. 170, with the common line of Meister Lane and the 93.230 acre BCW Joint Venture Tract, the following six (6) courses:

- 1. with a left breaking curve having a radius length of 2070.00 feet, an arc length of 185.28 feet, and a chord which bears N 03°17'15"E 185.22 feet to an iron rod found;**
- 2. N 00°20'00"E 538.40 feet to an iron rod found at the beginning of a left breaking curve; and**
- 3. with said left breaking curve having a radius length of 2035.00 feet, an arc length of 55.47 feet, and a chord which bears N 00°21'00"W 55.47 feet to an iron rod found;**
- 4. N 01°13'15"W 1199.05 feet the southwest corner and PLACE OF BEGINNING of the herein described tract of land;**

THENCE leaving the PLACE OF BEGINNING, and continuing with the common line of Meister Lane and the 93.230 acre BCW Joint Venture Tract, the following four (4) courses:

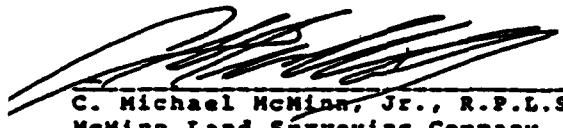
- 1. N 01°13'15"W 43.00 feet to an iron rod found at the beginning of a right breaking curve;**
- 2. with said right breaking curve having a radius length of 1965.00 feet, an arc length of 53.39 feet, and a chord which bears W 00°27'15"W 53.39 feet to an iron rod found;**
- 3. N 00°17'00"E 449.59 feet to an iron rod found; and**
- 4. N 29°20'45"E 79.90 feet to an iron rod found at the intersection of the east line of Meister Lane and the south line of Gattis School Road, for the northwest corner of the 93.230 acre BCW Joint Venture Tract, same being the northwest corner of the herein described tract of land;**

THENCE leaving Meister Lane, with the common line of said Gattis School Road, and the 93.230 acre BCW Joint Venture Tract, the following three (3) courses:

1. N 89°54'30"E 337.27 feet to an iron rod found; and
2. N 87°37'30"E 402.10 feet to an iron rod found; and
3. N 85°18'30"E 142.42 feet to an iron rod found at the intersection of the south line of Gattis School Road, and the west line of the aforementioned abandoned M.K.T. Railroad Right-of-way, for the northeast corner of the 93.230 acre BCW Joint Venture Tract, same being the northeast corner of the herein described tract of land;

THENCE leaving Gattis School Road, with the common line of the M.K.T. Railroad Right-of-way and the 93.230 acre BCW Joint Venture Tract, S 21°59'45"E 643.10 feet to the southeast corner of the herein described tract of land;

THENCE leaving the M.K.T. Railroad Right-of-way, and crossing the 93.230 acre BCW Joint Venture Tract, S 87°37'30"W 1162.86 feet to the PLACE OF BEGINNING. There are contained within these metes and bounds, 14.419 acres, more or less, of land area, as described from record information and measurements made on the ground on during January, February, May, and June, 1994 by McMinn Land Surveying Company of Austin, Texas.



C. Michael McMinn, Jr., R.P.L.S. No. 4267
McMinn Land Surveying Company
4210 Spicewood Springs Road, Suite 201
Austin, Texas 78759
(512) 343-1970

DATE : August 30, 1995
SURVEY : ASA THOMAS SURVEY, ABSTRACT NO. 609
COUNTY : Williamson, Texas.

J.O. No. : 012294
LNDCAREN

ZONING TRACT NO. 2

DESCRIPTION OF 35.737 ACRES, MORE OR LESS, OF LAND AREA, IN THE ASA 7 AS SURVEY, ABSTRACT NO. 609, AND THE C.E. ROWE SURVEY, ABSTRACT NO. 8 IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THAT 110.09 ACRE TRACT OF LAND CONVEYED IN A DEED DATED AUGUST 9, 1993 FROM BUILDERS MORTGAGE CORP. TO BCW JOINT VENTURE, AS RECORDED IN VOLUME 2371, PAGE 190 OF THE WILLIAMSON COUNTY DEED RECORDS, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

COMMENCING at an iron rod set at the intersection of the the north line of County Road No. 170 also known as Louis Henna Boulevard, and the west line of a 100 foot wide abandoned M.K.T. Railroad Right-of-way, for the southeast corner of a portion of the BCW Joint Venture Tract;

THENCE leaving the PLACE OF COMMENCEMENT and the aforereferenced abandoned M.K.T. Railroad Right-of-way, with the common line of County Road No. 170 and the BCW Joint Venture Tract, the following two (2) courses:

1. N 84°33'45"W 1936.48 feet to an iron rod set; and
2. N 62°49'30"W 162.33 feet to an iron rod found at the intersection of the north line of County Road No. 170 and the east line of the Meister Lane, for the southwest corner of the 93.230 acre BCW Joint Venture Tract;

THENCE leaving County Road No. 170, with the common line of Meister Lane and the 93.230 acre BCW Joint Venture Tract, the following two (2) courses:

1. with a left breaking curve having a radius length of 2070.00 feet, an arc length of 185.28 feet, and a chord which bears N 03°17'15"E 185.22 feet to an iron rod found; and
2. N 00°20'00"E 496.77 to the southwest corner and PLACE OF BEGINNING of the herein described tract of land;

THENCE leaving the PLACE OF BEGINNING, and continuing with the with the common line of Meister Lane and the 93.230 acre BCW Joint Venture Tract, the following five (5) courses:

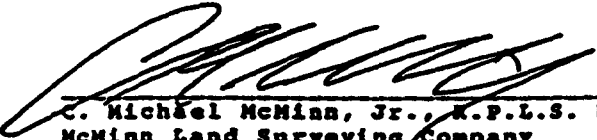
1. N 00°20'00"E 41.63 feet to an iron rod found at the beginning of a left breaking curve;
2. with said left breaking curve having a radius length of 2035.00 feet, an arc length of 55.47 feet, and a chord which bears N 00° 21'00"W 55.47 feet to an iron rod found;
3. N 01°13'15"W 1199.05 feet to the northwest corner of the herein described tract of land;

THENCE leaving Meister Lane and crossing the 93.230 acre BCW Joint Venture Tract, N 87°37'30"E 1162.86 feet to the northeast corner of the herein described tract of land, in the common line of the abandoned M.K.T. Railroad Right-of-way, and the BCW Joint Venture Tract

THENCE with the common line of the M.K.T. Railroad Right-of-way and the 93.230 acre BCW Joint Venture Tract, S 21°59'45"E 838.90 feet to the southeast corner of the herein described tract of land;

THENCE leaving the abandoned M.K.T. Railroad Right-of-way, and entering the 93.230 acre BCW Joint Venture Tract, the following three (3) courses:

1. S 68°00'13"W 562.58 feet;
2. S 43°07'28"W 272.33 feet; and
3. S 05°35'39"E 230.70 feet to the southeast corner of the herein described tract of land; and
4. N 84°30'40"W 768.63 feet to the PLACE OF BEGINNING. There are contained within these metes and bounds, 35.737 acres, more or less, of land area, as described from record information and measurements made on the ground on during January, February, May, and June, 1994 by McMinn Land Surveying Company of Austin, Texas.



C. Michael McMinn, Jr., K.P.L.S. No. 4267
McMinn Land Surveying Company
4210 Spicewood Springs Road, Suite 201
Austin, Texas 78759
(512) 343-1970

DATE : August 30, 1995
SURVEY : ASA THOMAS SURVEY, ABSTRACT NO. 609
COUNTY : Williamson, Texas.

J.O. No. : 012294
LNDCBREM

ZONING TRACT NO. 3

DESCRIPTION OF 9.188 ACRES, MORE OR LESS, OF LAND AREA, IN THE ASA THOMAS SURVEY, ABSTRACT NO. 609, AND THE C.E. ROWE SURVEY, ABSTRACT NO. 871, IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THAT 110.09 ACRE TRACT OF LAND CONVEYED IN A DEED DATED AUGUST 9, 1993 FROM BUILDERS GAGE CORP. TO BCW JOINT VENTURE, AS RECORDED IN VOLUME 2371, PAGE 190 OF THE WILLIAMSON COUNTY DEED RECORDS, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

COMMENCING at an iron rod set at the intersection of the the north line of County Road No. 170 also known as Louis Henna Boulevard, and the west line of a 100 foot wide abandoned M.K.T. Railroad Right-of-way, for the southeast corner of a portion of the BCW Joint Venture Tract;

THENCE leaving the PLACE OF COMMENCEMENT and the aforementioned abandoned M.K.T. Railroad Right-of-way, with the common line of County Road No. 170 and the BCW Joint Venture Tract, the following two (2) courses:

1. N 84°33'45"W 1936.48 feet to an iron rod set; and
2. N 62°49'30"W 162.33 feet to an iron rod found at the intersection of the north line of County Road No. 170 and the east line of the Meister Lane, for the southwest corner of the 93.230 acre BCW Joint Venture Tract;

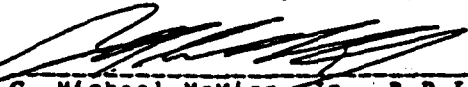
THENCE leaving County Road No. 170, with the common line of Meister Lane and the 93.230 acre BCW Joint Venture Tract, with a left breaking curve having a radius length of 2070.00 feet, an arc length of 79.90 feet, and a chord which bears N 04°44'45"E 79.90 feet to the southwest corner and PLACE OF BEGINNING of the herein described tract of land;

THENCE leaving the PLACE OF BEGINNING, and continuing with the with the common line of Meister Lane and the 93.230 acre BCW Joint Venture Tract, the following two (2) courses:

1. with said left breaking curve having a radius length of 2070.00 feet, an arc length of 105.38 feet, and a chord which bears N 02°10'53"E 105.37 feet to an iron rod found; and
2. N 00°20'00"E 496.77 feet to the northwest corner of the herein described tract of land;

THENCE leaving Meister Lane and entering the 93.230 acre BCW Joint Venture Tract, the following three (3) courses:

1. S 84°33'40"E 768.63 feet to the northeast corner of the herein described tract of land;
2. S 05°35'39"E 157.91 feet;
3. S 36°58'58"W 522.15 feet to the southeast corner of the herein described tract of land; and
4. N 84°33'40"W 475.48 feet to the PLACE OF BEGINNING. There are contained within these metes and bounds, 9.188 acres, more or less, of land area, as described from record information and measurements made on the ground on during January, February, May, and June, 1994 by McMinn Land Surveying Company of Austin, Texas.


C. Michael McMinn, Jr., R.P.L.S. No. 4267
McMinn Land Surveying Company
4210 Spicewood Springs Road, Suite 201
Austin, Texas 78759
(512) 343-1970

D/T : August 30, 1995
S Y : ASA THOMAS SURVEY, ABSTRACT NO. 609,
C.E. ROWE SURVEY, ABSTRACT NO. 871,
COUNTY : Williamson, Texas.
J.O. No. : 012294
LNDCCREM

ZONING TRACT NO. 4

DESCRIPTION OF 27.398 ACRES, MORE OR LESS, OF LAND AREA, IN THE C.E. ROWE SURVEY, ABSTRACT NO. 871, AND THE WILLIAM BARKER SURVEY ABSTRACT NO. 107, IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THAT 110.09 A TRACT OF LAND CONVEYED IN A DEED DATED AUGUST 9, 1993 FROM BORDERS MORTGAGE CORP. TO BCW JOINT VENTURE, AS RECORDED IN VOLUME 2371, PAGE 190 OF THE WILLIAMSON COUNTY DEED RECORDS, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

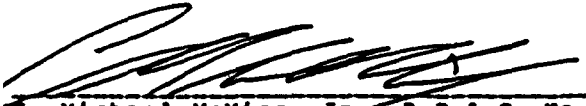
COMMENCING at an iron rod set at the intersection of the the north line of County Road No. 170 also known as Louis Henna Boulevard, and the west line of a 100 foot wide abandoned M.K.T. Railroad Right-of-way, for the southeast corner of a portion of the BCW Joint Venture Tract;

THENCE leaving the PLACE OF COMMENCEMENT and said County Road No. 170, with the common line of the abandoned M.K.T. Railroad Right-of-way, and the BCW Joint Venture Tract, N 21°49'45"W 169.01 feet to the southeast corner and PLACE OF BEGINNING of the herein described tract of land;

THENCE leaving the PLACE OF BEGINNING and the abandoned M.K.T. Railroad Right-of-way, and entering the 93.230 acre BCW Joint Venture Tract, the following five (5) courses:

- 1. N 84°33'40"W 1540.07 feet to the southwest corner of the herein described tract of land;**
- 2. N 16°58'58"E 522.15 feet;**
- 3. N 05°35'39"W 388.61 feet;**
- 4. N 43°07'28"E 272.33 feet to the northwest corner of the herein described tract of land; and**
- 5. N 68°00'13"E 562.58 feet to the northeast corner of the herein described tract of land, in the common line of the abandoned M.K.T. Railroad Right-of-way, and the BCW Joint Venture Tract**

THENCE with the common line of the M.K.T. Railroad Right-of-way and the 93.230 acre BCW Joint Venture Tract, S 21°59'45"E 1466.05 feet to the PLACE OF BEGINNING. There are contained within these metes and bounds, 27.398 acres, more or less, of land area, as described from record information and measurements made on the ground on during January, February, May, and June, 1994 by McMinn Land Surveying Company of Austin, Texas.


C. Michael McMinn, Jr., R.P.L.S. No. 4267
McMinn Land Surveying Company
4210 Spicewood Springs Road, Suite 201
Austin, Texas 78759
(512) 343-1970

DATE : August 30, 1995
SURVEY : C.E. ROWE SURVEY, ABSTRACT NO. 871,
WILLIAM BARKER SURVEY ABSTRACT NO. 107.
COUNTY : Williamson, Texas.

J.O. No. : 012294
LNDCPREM

ZONING TRACT NO. 5

DESCRIPTION OF 12.077 ACRES, MORE OR LESS, OF LAND AREA, IN THE WILLIAM BARKER SURVEY ABSTRACT NO. 107, IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THAT 110.09 ACRE TRACT OF LAND CONVEYED IN A DEED DATED JUNE 9, 1993 FROM BUILDERS MORTGAGE CORP. TO BCW JOINT VENTURE, AS RECORDED IN VOLUME 2371, PAGE 190 OF THE WILLIAMSON COUNTY DEED RECORDS, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at an iron rod found at the intersection of the the north line of County Road No. 169, and the west line of a 100 foot wide abandoned M.K.T. Railroad Right-of-way, for the southeast corner of the aforementioned BCW Joint Venture Tract, same being the southeast corner of the herein described tract of land;


THENCE leaving the PLACE OF BEGINNING and the aforementioned abandoned M.K.T. Railroad Right-of-way, with the common line of County Road No. 169 and the 12.077-acre BCW Joint Venture Tract, N 60°48'15" W 1261.86 feet to an iron rod found at the intersection of the north line of County Road No. 169 and the east line of Schultz Lane, for the southeast corner of that 0.704 acre Parcel II, described in that Partial Release of Lien recorded in Volume 1591, Page 192 of the Official Records of Williamson County, Texas, and being the southwest corner of the herein described tract of land;

THENCE leaving County Road No. 169, with the common line of the Schultz Lane, said Parcel II, and the BCW Joint Venture Tract, the following three (3) courses:

1. N 29°17'00" E 162.98 feet to an iron rod found at the beginning of a left breaking curve; and
2. with said left breaking curve having a radius length of 626.88 feet, an arc length of 260.98 feet, and a chord which bears N 17°22'00" E 259.10 feet to an iron rod found at a point of reverse curvature, for the westerly northwest corner of the herein described tract of land;
3. with a right breaking curve having a radius length of 25.00 feet, an arc length of 39.26 feet, and a chord which bears N 50°50'15" E 15.15 feet to an iron rod found, at the intersection of the east line of Schultz Lane, and the south line of County Road No. 170 also known as Louis Henna Boulevard, for the easterly northwest corner of the herein described tract land;

THENCE with the common line of County Road No. 170 and the BCW Joint Venture Tract, S 84°35'00" E 524.45 feet to an iron rod set at the intersection of the west line of the aforementioned abandoned M.K.T. Railroad Right-of-way and the south line of County Road No. 170, for the northeast corner of the herein described tract of land;

THENCE leaving County Road No. 170, with the common line of the M.K.T. Railroad Right-of-way and the BCW Joint Venture Tract, S 21°59'45" E 1054.56 feet to the PLACE OF BEGINNING. There are contained within these metes and bounds, 12.077 acres, more or less, of land area, as described from record information and measurements made on the ground on during January, February, May, and June, 1994 by McMinn Land Surveying Company of Austin, Texas.


C. Michael McMinn, Jr., R.P.L.S. No. 4267
McMinn Land Surveying Company
4210 Spicewood Springs Road, Suite 201
Austin, Texas 78759
(512) 343-1970

SURVEY : August 30, 1995
COUNTY : WILLIAM BARKER SURVEY ABSTRACT NO. 107.
: Williamson, Texas.

J.O. No. : 012294
LNDGREN

ZONING TRACT NO. 6

DESCRIPTION OF 1.334 ACRES, MORE OR LESS, OF LAND AREA, IN THE C.E. ROWE SURVEY, ABSTRACT NO. 871, AND THE WILLIAM BARKER SURVEY ABSTRACT NO. 107, IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THAT 110.09 A TRACT OF LAND CONVEYED IN A DEED DATED AUGUST 9, 1993 FROM BONDERS MORTGAGE CORP. TO BCW JOINT VENTURE, AS RECORDED IN VOLUME 2371, PAGE 190 OF THE WILLIAMSON COUNTY DEED RECORDS, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

COMMENCING at an iron rod set at the intersection of the the north line of County Road No. 170 also known as Louis Henna Boulevard, and the west line of a 100 foot wide abandoned M.K.T. Railroad Right-of-way, for the southeast corner of a portion of the BCW Joint Venture Tract;

THENCE leaving the PLACE OF COMMENCEMENT and the aforementioned abandoned M.K.T. Railroad Right-of-way, with the common line of County Road No. 170 and the BCW Joint Venture Tract, N 84°33'45"W 1654.33 feet to the southeast corner and PLACE OF BEGINNING of the herein described tract of land;

THENCE leaving the PLACE OF BEGINNING, and continuing with the with the common line of County Road No. 170 and the 93.230 acre BCW Joint Venture Tract, the following two (2) courses:

- 1. N 84°33'45"W 282.15 feet to an iron rod set; and**
- 2. N 62°49'30"W 162.33 feet to an iron rod found at the intersection of the north line of County Road No. 170 and the east line of the Meister Lane, for the southwest corner of the 93.230 acre BCW Joint Venture Tract, and being the southwest corner of the herein described tract of land;**

THENCE leaving County Road No. 170, with the common line of Meister Lane and the 93.230 acre BCW Joint Venture Tract, with a left breaking curve having a radius length of 2070.00 feet, an arc length of 79.90 feet, and a chord which bears N 04°44'45"E 79.90 feet to the northwest corner of the herein described tract of land;

THENCE leaving Meister Lane and crossing the 93.230 acre BCW Joint Venture Tract, the following three (3) courses:

- 1. N 84°33'40"E 475.48 feet to the northeast corner of the herein described tract of land;**
- 2. S 36°58'58"W 47.95 feet; and**
- 3. S 14°53'15"W 100.50 feet to the PLACE OF BEGINNING. There are contained within these metes and bounds, 1.334 acres, more or less, of land area, as described from record information and measurements made on the ground on during January, February, May, and June, 1994 by McMinn Land Surveying Company of Austin, Texas.**



**C. Michael McMinn, Jr., R.P.L.S. No. 4267
McMinn Land Surveying Company
4210 Spicewood Springs Road, Suite 201
Austin, Texas 78759
(512) 343-1970**

**DATE : August 30, 1995
SURVEY : C.E. ROWE SURVEY, ABSTRACT NO. 871,
WILLIAM BARKER SURVEY ABSTRACT NO. 107.
COUNTY : Williamson, Texas.**

**J.O. No. : 012294
LND-REM**

ZONING TRACT NO. 7

DESCRIPTION OF 3.154 ACRES, MORE OR LESS, OF LAND AREA, IN THE C.E. ROWE SURVEY, ABSTRACT NO. 871, AND THE WILLIAM BARKER SURVEY ABSTRACT NO. 107, IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THAT 110.09 ACRE TRACT OF LAND CONVEYED IN A DEED DATED AUGUST 9, 1993 FROM BUILDERS MORTGAGE CORP. TO BCW JOINT VENTURE, AS RECORDED IN VOLUME 2371, PAGE 190 OF THE WILLIAMSON COUNTY DEED RECORDS, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:


BEGINNING at an iron rod set at the intersection of the the north line of County Road No. 170 also known as Louis Henna Boulevard, and the west line of a 100 foot wide abandoned M.K.T. Railroad Right-of-way, for the southeast corner of a portion of the BCW Joint Venture Tract, same being the southeast corner of the herein described tract of land;

THENCE leaving the PLACE OF BEGINNING and the aforementioned abandoned M.K.T. Railroad Right-of-way, with the common line of County Road No. 170 and the BCW Joint Venture Tract, N 84°33'45"W 1654.33 feet to the southwest corner of the herein described tract of land;

THENCE leaving County Road No. 170, and crossing the 93.230 acre BCW Joint Venture Tract, the following three (3) courses:

1. N 14°53'15"E 100.50 feet;
2. N 36°58'58"E 47.95 feet to the northwest corner of the herein described tract of land; and
3. S 84°33'40"E 1540.07 feet to the northeast corner of the herein described tract of land, in the common line of the BCW Joint Venture Tract and the aforementioned abandoned M.K.T. Railroad Right-of-way;

THENCE with the common line of the M.K.T. Railroad Right-of-way and the BCW Joint Venture Tract, S 21°59'45"E 157.74 feet to the PLACE OF BEGINNING. There are contained within these metes and bounds, 3.154 acres, more or less, of land area, as described from record information measurements made on the ground on during January, February, May, and June, 1994 by McMinn Land Surveying Company of Austin, Texas.


C. Michael McMinn, Jr., R.P.L.S. No. 4267
McMinn Land Surveying Company
4210 Spicewood Springs Road, Suite 201
Austin, Texas 78759
(512) 343-1970

DATE : August 30, 1995
SURVEY : C.E. ROWE SURVEY, ABSTRACT NO. 871,
WILLIAM BARKER SURVEY ABSTRACT NO. 107.
COUNTY : Williamson, Texas.

J.O. No. : 012294
LND CEREM

EXHIBIT D

DEVELOPMENT STANDARDS SMALL LOT SINGLE FAMILY

1. **PERMITTED USE:** Single Family residential.
2. **DENSITY:**
 - 2.1 **Minimum lot size:** 4,500 square feet.
 - 2.2 **Minimum lot frontage:** 40 feet (measured at the front building line).
3. **BUILDINGS SETBACKS**
 - 3.1 **Front yard:** as specified in the SF-2 zoning district.
 - 3.2 **Rear yard:** as specified in the SF-2 zoning district.
 - 3.3 **Side yard:** as specified in the SF-2 zoning district, except that one common wall may be permitted when a plan for two adjoining lots is submitted and approved for fee simple title to each lot.
 - 3.4 **Corner Lots:** Corner lots shall provide a street side yard of 10 feet.
4. **STREETS AND UTILITIES:**
 - 4.1 **Access:** The owner shall restrict access to Gattis School Road to two access points approved by the Director of Planning.
 - 4.2 **Cul-de-sac length:** The maximum cul-de-sac length may be waived in order to limit access to the Arterial roadway, but must still obtain approval of the Director of Public Works and Fire Chief at platting.
 - 4.3 **Underground Electric and Utility Lines:** Except where approved in writing by the Director of Public

Works all electrical, telephone and cable vision distribution and service lines, other than currently existing overhead lines and lines three phase or larger shall be installed underground. No rooftop or anchored antennas shall be allowed. Individual satellite dishes less than 36" in diameter are not prohibited.

5. **FENCING OR BERMING:**

- 5.1 **Perimeter fencing or berming along Gattis School Road and Meister Lane:** All perimeter fencing or berming along Gattis School Road and Meister Lane shall be constructed and accepted as part of the normal subdivision improvements with all berms a minimum of three feet in height and landscaped with pampas grass planted 10 feet on center.
- 5.2 **Perimeter Fencing:** All perimeter fences shall be constructed with wood, woodcrete, iron, masonry, vinyl-coated chain link with non-structural decorative vinyl posts or a combination thereof. If vinyl-coated chain link is utilized, it shall be accompanied by planting Pyrincanthia, Coral Honeysuckle, Confederate Jasmine or other similar plant approved by the Director of Planning. These plants shall be spaced 10 feet on center if 5 gallon plants are utilized or 6 feet on center if 3 gallon plants are utilized. Plants shall be placed on the inside of the fence to ensure maintenance by the homeowners.
- 5.3 **Fence Supports:** All supports shall be constructed of masonry or rust resistant iron or steel, anchored in concrete. The finished side of perimeter fencing shall face the outside of the development.
- 5.4 **Approval by Director of Planning:** Fence construction plans shall be approved by the Director of Planning prior to construction of perimeter fencing to ensure stability, durability and aesthetics.

6. **Landscaping:**

Each builder, prior to issuance of Certificate of Occupancy, shall plant two trees within the building setback area of the front yard. These trees shall be a minimum of one and one-half inch (1-1/2") caliper container grown and may be a mixture of any of the following trees: all variety of oaks, elms, pecan and sycamore or trees of equal quality as approved by the Director of Planning.

EXHIBIT E

DEVELOPMENT STANDARDS BUSINESS PARK

1. **PERMITTED USES:**

1.1 **Primary Uses:** Including, but not limited to, office, office/warehouse, research & development, technical schools, light manufacturing and assembly, conducted wholly within a building.

1.2 **Secondary uses:** Including, but not limited to, caretakers residence, the sale of goods produced or assembled on site, daycare and other employee services.

2. **PROHIBITED USES:** Including, but not limited to, automotive and machinery repair, automotive and machinery painting, wrecking yard, sexually oriented businesses, transmission and communication towers, trucking depots, bulk distribution centers and mini-warehouses.

3. **OUTDOOR STORAGE:** Outdoor storage of materials or equipment and loading docks shall provide a visual screen from abutting properties or city streets. All screening shall be approved by the Director of Planning prior to construction.

4. **INTERPRETATION OF USE:** Interpretation of uses not clearly permitted or prohibited shall be made in writing by the Director of Planning. A copy of interpretations shall be provided to the owner and the City Building Inspector.

5. **DENSITY:** Minimum lot size one (1) acre.

6. **BUILDINGS SETBACKS:**

6.1 Front yard - 50 feet.

6.2 Rear yard - 25 feet.

6.3 Side yard (internal) - 25 feet.

6.4 Side yard (street) - same as front yard.

7. **SIGN REGULATIONS:**

- 7.1 All freestanding signs shall be monument signs.
- 7.2 Freestanding signs shall not exceed six feet in height.
- 7.3 Freestanding signs shall not restrict visibility for traffic entering or leaving the site.
- 7.4 One freestanding sign shall be permitted for lots of less than three acres in size. The maximum area of the sign, defined as the area contained within a polygon containing the actual lettering and any logo, shall be fifty square feet. Portions of the masonry structure on which the ~~sign~~ is located are not counted as part of the fifty square feet provided they are not contained within the polygon.
- 7.5 Additional freestanding monument signs shall be permitted for lots of three acres or larger in accordance with the regulations contained in the City Sign Ordinance.
- 7.6 Directional signs solely for the purpose of directing traffic or identifying buildings and facilities shall be permitted provided they are restricted to a size required for their function as determined by the Director of Planning.

8. **LANDSCAPING & BUFFERING:**

8.1 If any parcel abuts Gattis School Road or if any visitor parking is provided in any front yard, then a landscaped berm shall be installed in accordance with the following design standards:

- 8.1.1 The height of the berm shall be a minimum of three feet in height and be landscaped to provide a complete visual screen of any parking, loading or storage areas. A site plan shall be approved by the Director of Planning prior to the issuance of any building permit. The Director of Planning shall review the landscaping, elevations and abutting uses to ensure that the required visual screen will be provided. Trees shall be planted no less than thirty feet apart.

8.2 Trees shall be planted in all street yards. Said trees shall have a minimum caliper of two inches and a minimum height of six feet for softwoods and eight feet for hardwoods. Trees shall consist of a mix of hardwoods and softwoods to provide for both rapidly growing and slower growing species.

8.3 A minimum of 75 percent of required front yards and side street yards shall be landscaped, excluding driveways.

9. **PARKING & LOADING REQUIREMENTS:**

9.1 Parking and loading shall be provided in accordance with the current standards set forth in the Code.

9.2 No parking or loading shall be permitted in any required front yard or street side yard, except that visitor parking may be permitted in up to twenty-five percent of the streetyard if a landscaped screen & berm is first approved in writing by the Director of Planning and is installed in accordance with Section 8.1, above.

EXHIBIT F

1. **SINGLE FAMILY LOTS:** The following items shall be included in the restrictive covenants which shall be recorded with a final plat for Single Family lots.
 - 1.1 **Amendment:** This Declaration may be amended by recording in the Williamson County Real Property Records an instrument executed and acknowledged by the President and Secretary of the Association setting forth the amendment and certifying that such amendment has been approved by Owners of at least two thirds (2/3) of the number of Lots entitled to be cast, and the Mayor on behalf of the Round Rock City Council as any amendment pertains to any item in this exhibit.
 - 1.2 **Garages and Driveways:** All garages shall comply with all other restrictions, covenants, conditions and limitations on usage herein provided for other improvements in the Subdivision. All garages shall be suitable for not less than two (2) automobiles. All garages shall consist of enclosed structures and no carports shall be permitted on any Lot. The location of all driveway cuts shall be subject to the City of Round Rock Building Codes. All driveways shall be constructed of concrete. All driveways shall be a minimum width of sixteen (16) feet. No garages shall be converted into bedrooms, dens, studios or any living areas for the occupants; provided however, that builders may temporarily convert the garage of a model home, but the City of Round Rock shall not be obligated to issue a certificate of occupancy, or permanently provide utilities until said garage is re-converted for the parking of automobiles.
 - 1.3 **Masonry Requirements:** Each Single Family dwelling constructed shall have at least seventy five percent (75%) of its exterior walls of the first floor and the front wall of the second floor of a two story structure constructed of stone, stucco or masonry construction. In computing these percentages (1) all gables shall be excluded from the total area of exterior walls; (2) all windows and door openings shall be excluded from the total

area of the exterior walls; (3) masonry used on walls of an attached garage, fireplace or chimney may be included in the computation as masonry used; and (4) "Hardi plank" products may be included in the computation as masonry used, but shall not be used on the front face of the lower floor; (5) all front walls shall be 100% masonry.

1.4 **Roofing Materials:** All roofing material shall meet or exceed 20 year warranty composition shingles. Non-reflective metal, tile or other similar quality materials are acceptable.

1.5 **Antennas:** No exterior radio, television antenna, satellite dishes or aerial shall be erected or maintained without prior written approval of the City of Round Rock Director of Planning. Individual satellite dishes less than 36" in diameter are not prohibited.

1.6 **Signs:** All entry monumentation shall be constructed of low maintenance materials approved in advance by the Director of Planning. In the event that the sign is not properly maintained, the City may give the sign owner written notice that repairs must be made within 14 business days of notification or the City shall have the right, but not the obligation, to have the repairs made and charged to the owner.

Prohibited signs include bench signs, billboards, signs with flashing or blinking lights or mechanical movement, dayglo colors, signs that make or create noise, animated or moving signs, exposed neon illumination, painted wall signs, pennants, trailer signs, signs with beacons, and any sign that obstructs the view in any direction of an intersection. Appropriate materials shall be made of masonry with a maximum height of six feet.

The Property Owners Association shall own and maintain all entry signs.

1.7 **Responsibility of Property Owner's Association:** The Property Owners Association shall be the entity responsible for enforcing the deed restrictions and restrictive covenants. Although the City reserves the right to enforce any provisions required by the Planned Unit Development, it is not the intent of

the City to assume responsibilities normally reserved to the Property Owners.

1.8 **Prohibition of Boats, Etc.**

All boats, recreational vehicles, motor and trailer homes, and semi-trailers shall not be located in the front yard or side yard of any building, or parked on any street within the PUD.

Doc# 9552038
Pages: 39
Date : 11-17-1995
Time : 02:02:44 P.M.
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THE STATE OF TEXAS
COUNTY OF WILLIAMSON

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Clarence Pryor
COUNTY CLERK
WILLIAMSON COUNTY, TEXAS

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CITY OF ROUND ROCK
ADMINISTRATION
221 EAST MAIN STREET
ROUND ROCK, TEXAS 78664